

**United States Bankruptcy Court**  
**Eastern District of Missouri**

In re **Whitney Design, Inc.**

Debtor

Case No. **09-51928**Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	13	11,853,683.58		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		8,253,621.34	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		9,761.19	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	6		1,421,211.40	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		26			
Total Assets			11,853,683.58		
Total Liabilities				9,684,593.93	

**Statement Accompanying Schedules of Assets and Liabilities and  
Statement of Financial Affairs**

1. Unless otherwise indicated, the values listed for the items on B28 and B29 are book value less depreciation. The Debtor does not believe that net book value is necessarily the same as market value.

2. Pursuant to the Order (A) Authorizing Payment of Prepetition Employee Obligations and Continuation Of Employee Benefit Plans and Programs Postpetition; (B) Confirming That the Debtor is Able to Pay Withholding and Payroll-Related Taxes; and (C) Directing All Banks to Honor Prepetition Checks For Payment of Employee Obligations ("Employee Order") entered on November 24, 2009, the Debtor paid all of the wages, salaries and other eligible amounts due to its employees. Therefore, the Debtor has not listed any claims on Schedule E that were paid pursuant to the Employee Order.

3. Pursuant to an Order Authorizing Payment of Prepetition Claims of Shippers entered on November 24, 2009 (the "Shipper Order"), the Debtor has paid the prepetition claims of the following creditors who satisfy the definition of shippers. As a result, the Debtor has not listed on Schedule F the claims of those creditors paid pursuant to the Shipper Order.

<b>Creditor</b>	<b>Amount Paid</b>
Con-Way Freight	\$1,219.34
FedEx Trade Networks	\$22.85
Gammon Trucking, Inc.	\$60.00
Phoenix International	\$36,536.07
Summit Logistics International	\$28,068.64
Super Van Service Co.	\$2,442.84
United Parcel Service	\$227.46

4. Pursuant to an Order Authorizing Assumption of Certain Sales Representative Agreements and Independent Contractor Agreements entered on December 2, 2009 (the "Sales Representative Order"), the Debtor has or plans to pay the prepetition claims of the following creditors who satisfy the definition of sales representatives or consultants. As a result, the Debtor has not listed on Schedule F the claims of those creditors paid pursuant to the Sales Representative Order.

<b>Creditor</b>	<b>Amount Paid or To Be Paid</b>
Zhang Hong	\$3,928.10
Benedict Lee	\$2,675.00
CRG Consulting, Inc.	\$6,700.00
Lee Marketing	\$5,644.96
Anderson Sommers	\$385.37
Direct Link Marketing	\$1,596.82

Eastern Region Associates, LLC	\$86.99
John Burke & Associates	\$8,119.19
Klatt-Jorwic & Associates, Inc.	\$3,243.01
Merchandise Group	\$3,324.65
Moran Sales, Inc.	\$19.20
Morgan & Sampson USA	\$1,029.43
Rebull International Corp.	\$1,989.60
Southern Buckeye Marketing, Inc.	\$6,179.44
Synergy Marketing, Inc.	\$2,262.51

In re Whitney Design, Inc.Case No. 09-51928

Debtor

**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
None		-	0.00	0.00

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand		<b>Petty Cash</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b>	-	<b>27.43</b>
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		<b>Operating Account</b> <b>Location: Enterprise Bank &amp; Trust Clayton, MO 63105</b>	-	<b>36,208.21</b>
		<b>Payroll Acct.</b> <b>Location: Bank of America West Seneca, NY 14224</b>	-	<b>118,460.47</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.		<b>St. Louis Rams PSL</b> <b>Location: 2998 Reliable Parkway Chicago, IL 60686</b>	-	<b>6,000.00</b>
		<b>Duke Realty LP Lease Deposit</b> <b>Location: 520 Maryville Center Drive, Suite 200 St. Louis, MO 63141-5819</b>	-	<b>61,835.29</b>
		<b>2010 International Housewares Show Deposit</b> <b>Location: 6400 Shafer Ct., Suite 650 Rosemont, IL 60018</b>	-	<b>51,400.00</b>
		<b>U.S. Customs (Antidumping Deposits)</b> <b>Approximate balance</b>	-	<b>1,300,000.00</b>
		<b>Mid America Coffee</b> <b>Location: 618 South Boyle Ave., St. Louis, MO</b>	-	<b>107.00</b>
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			

Sub-Total > **1,574,038.40**  
(Total of this page)

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.		<b>Prepaid business Insurance Balance</b> <b>Location: One Beacon, Woburn, MA 01888-4002</b>	-	<b>28,082.01</b>
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		<b>Trade Accounts Receivable</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b>	-	<b>3,982,315.27</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		<b>2008 Missouri State Refund Applied to 2009</b>	-	<b>42,181.00</b>
		<b>2008 Federal Refund Applied to 2009</b>	-	<b>74,197.00</b>
		<b>2009 Federal Tax Deposits</b>	-	<b>130,000.00</b>
			Sub-Total >	<b>4,256,775.28</b>
			(Total of this page)	

Sheet **1** of **12** continuation sheets attached to the Schedule of Personal Property

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.		Patent # D260508	-	Unknown
		Patent # D368616	-	Unknown
		Patent #6932227	-	Unknown
		Patent #7131222	-	Unknown
		Patent #7082705	-	Unknown
		Patent #7278229	-	Unknown
		Registered Trademark #TMA456577	-	Unknown
		Registered Trademark #1485300	-	Unknown
		Registered Trademark #2535504	-	Unknown
		Registered Trademark #2765816	-	Unknown
		Registered Trademark #2181986	-	Unknown
		Registered Trademark #2968777	-	Unknown
		Registered Trademark #1598598	-	Unknown
		Registered Trademark #3009592	-	Unknown
		Registered Trademark #2979904	-	Unknown
		Pending Trademark, Application #1063992	-	Unknown

Sub-Total > 0.00  
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In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>Published Trademark, Application #77/312122</b>	-	<b>Unknown</b>
		<b>Registered Trademark #3661547</b>	-	<b>Unknown</b>
		<b>Registered Trademark #3661546</b>	-	<b>Unknown</b>
		<b>Registered Trademark #TMA456579</b>	-	<b>Unknown</b>
		<b>Published Trademark, Application # 77/312138</b>	-	<b>Unknown</b>
		<b>Registered Trademark #1819495</b>	-	<b>Unknown</b>
		<b>Registered Trademark #3561556</b>	-	<b>Unknown</b>
		<b>Registered Trademark #TMA456578</b>	-	<b>Unknown</b>
		<b>Published Trademark, Application #77/625638</b>	-	<b>Unknown</b>
		<b>Registered Trademark #3269867</b>	-	<b>Unknown</b>
		<b>Registered Trademark #3454373</b>	-	<b>Unknown</b>
		<b>Registered Trademark #3264290</b>	-	<b>Unknown</b>
		<b>Registered Trademark #3287800</b>	-	<b>Unknown</b>
		<b>Registered Trademark #3482172</b>	-	<b>Unknown</b>
23. Licenses, franchises, and other general intangibles. Give particulars.	<b>X</b>			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	<b>X</b>			
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			

Sub-Total > **0.00**  
(Total of this page)

Sheet **3** of **12** continuation sheets attached  
to the Schedule of Personal Property



In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
28. Office equipment, furnishings, and supplies.		<b>Computer/Electronics Equipment</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net book value given</b>	-	<b>124,078.51</b>
		<b>File Cabinet</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>760.96</b>
		<b>Office Chairs</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>454.96</b>
		<b>Leslie's Office Furniture</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>856.32</b>
		<b>Office Refrigerator</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>811.14</b>
		<b>8 Office Cubicle Workstations</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>17,805.30</b>
		<b>7 Office Workstations</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>4,840.37</b>
		<b>J. Schmidt Office, Break/Conference Room Furniture</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>15,891.31</b>
		<b>Cubicle Installation</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>974.37</b>
		<b>Office TV &amp; Misc. Equipment</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood MO</b> <b>Net Book Value</b>	-	<b>616.54</b>

Sub-Total > **167,089.78**  
(Total of this page)

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
29. Machinery, fixtures, equipment, and supplies used in business.		<b>Office Chairs</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>388.86</b>
		<b>Cabinet for the Undercabinet @ Show</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>0.00</b>
		<b>Cabinet for the Undercabinet @ Show</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>0.00</b>
		<b>Tradeshow display</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>0.00</b>
		<b>Warehouse Bicycles</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>928.53</b>
		<b>Housewares Show Booth</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>198,787.50</b>
		<b>Housewares Show Booth</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>81,910.83</b>
		<b>Show Closet Props</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>1,925.52</b>
		<b>HSN Display</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>3,686.35</b>
		<b>Lowes Graphics</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>1,109.03</b>
			Sub-Total >	<b>288,736.62</b>
			(Total of this page)	

Sheet 5 of 12 continuation sheets attached  
to the Schedule of Personal Property

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>Warehouse Fans</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>874.55</b>
		<b>Warehouse Fans</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>445.16</b>
		<b>Security System - ABF Security</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>12,712.83</b>
		<b>New Office</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>60,997.71</b>
		<b>Cabling &amp; Electrical Work</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>20,635.96</b>
		<b>Signage Inside &amp; Outside</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>9,418.30</b>
		<b>Showroom Construction</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>4,854.84</b>
		<b>Emergency Lighting</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>15,530.06</b>
		<b>Stack Racks</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>0.00</b>
Sub-Total >				<b>125,469.41</b>

(Total of this page)

Sheet 6 of 12 continuation sheets attached  
to the Schedule of Personal Property

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>1 Mold 30 Cavities (15 male and female caps)</b> <b>Location: Tri King (Asia) Limited, Unit 401-4 4/F,</b> <b>Block A</b> <b>Hong Kong Industrial Center, 489-491 Castle Peak</b> <b>Rd.</b> <b>Cheung Sha Wan, Kowloon, Hong Kong</b> <b>Net Book Value</b>	-	<b>0.00</b>
		<b>Labeler</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood</b> <b>MO</b> <b>Net Book Value</b>	-	<b>45.29</b>
		<b>Extension Cord Bracket</b> <b>Location: Dong Guan, Lang Xia Village</b> <b>Qiao Tou Town Dong Guan City</b> <b>Guan Dong, Chinga 523532</b> <b>Net Book Value</b>	-	<b>596.38</b>
		<b>Acme Strapping Machine</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood</b> <b>MO</b> <b>Net Book Value</b>	-	<b>114.93</b>
		<b>Counsins LP2100 Stretch Wrapper</b>	-	<b>1,877.42</b>
		<b>Kalmar Electric Forklift - Serial #80657A</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood</b> <b>MO</b> <b>Net Book Value</b>	-	<b>919.26</b>
		<b>Platform (2) &amp; Counting (4) Scales</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood</b> <b>MO</b> <b>Net Book Value</b>	-	<b>318.20</b>
		<b>Steel Rolling Ladders (2)</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood</b> <b>MO</b> <b>Net Book Value</b>	-	<b>67.11</b>
		<b>Fork Lift - Yale - Serial #B807N03187V</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood</b> <b>MO</b> <b>Net Book Value</b>	-	<b>3,339.36</b>
		<b>Wal Mart Clamp</b> <b>Location: 5895 North Lindbergh Blvd., Hazelwood</b> <b>MO</b> <b>Net Book Value</b>	-	<b>5,755.37</b>

Sub-Total > **13,033.32**  
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In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>Racking</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>55,515.99</b>
		<b>Wood Inserts for Racking</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>924.59</b>
		<b>Fork Lift - Serial #B861N0135Z</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>14,837.62</b>
		<b>2 Electric Jacks - B827N14071B &amp; B827N12892B</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>4,026.54</b>
		<b>3 Electric Jacks - B827N14077B &amp; B827N14078B</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>4,117.45</b>
		<b>Crown Deep Reach - Allied - 1A194865</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>10,453.08</b>
		<b>Outdoor Dryer Moulds</b> Location: Tri King (Asia) Limited, Unit 401-4 4/F, Block A Hong Kong Industrial Center, 489-491 Castle Peak Rd. Cheung Sha Wan, Kowloon, Hong Kong Net Book Value	-	<b>36,667.26</b>
		<b>Warehouse Scale</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>345.16</b>
		<b>Dotcom Shipping Renovation</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>12,313.34</b>

Sub-Total > **139,201.03**  
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In re Whitney Design, Inc.Case No. 09-51928

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>Molds for FT-30</b> Location: Tri King (Asia) Limited, Unit 401-4 4/F, Block A Hong Kong Industrial Center, 489-491 Castle Peak Rd. Cheung Sha Wan, Kowloon, Hong Kong Net Book Value	-	<b>1,818.86</b>
		<b>Automatic Strapper</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>3,072.53</b>
		<b>Shrinkwrap &amp; Turntable</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>6,808.83</b>
		<b>1 Electric Jack - B827N26592E</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>3,125.03</b>
		<b>Automatic Strapper</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>4,021.66</b>
		<b>Forklift Charger</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>807.89</b>
		<b>Forklift F807N05198E</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>19,396.06</b>
		<b>6 Hand Pallet Jacks</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>2,358.09</b>
		<b>Molds for 1600</b> Location: Tri King (Asia) Limited, Unit 401-4 4/F, Block A Hong Kong Industrial Center, 489-491 Castle Peak Rd. Cheung Sha Wan, Kowloon, Hong Kong Net Book Value	-	<b>2,293.74</b>
Sub-Total >				<b>43,702.69</b>
(Total of this page)				

In re Whitney Design, Inc.Case No. 09-51928

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Exide Unit Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	3,530.15
		Wall Mount Tooling Location: Tri King (Asia) Limited, Unit 401-4 4/F, Block A Hong Kong Industrial Center, 489-491 Castle Peak Rd. Cheung Sha Wan, Kowloon, Hong Kong Net Book Value	-	10,030.00
		Battery Charger Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	2,157.99
		Bulk Rack Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	1,089.74
		Safety Ladders, Work Bench Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	3,450.29
		Racking Beams Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	2,978.01
		Undercabinet Tooling Location: Maxplus Marketing Intl. Inc., Suite 2318 No 587 Shatian Tower Chang Shou Road, Shanghai 200060 Net Book Value	-	6,112.25
		Work Benches Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	1,803.65
		Various Racking Equipment Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	17,743.00

Sub-Total > **48,895.08**  
(Total of this page)

In re Whitney Design, Inc.Case No. 09-51928

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>Motorized Hand Jack</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>3,918.87</b>
		<b>Battery Charger</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>2,195.80</b>
		<b>Platform Truck</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>302.58</b>
		<b>3-Arm Dryer Tooling</b> Location: Maxplus Marketing Intl. Inc., Suite 2318 No 587 Shatian Tower Chang Shou Road, Shanghai 200060 Net Book Value	-	<b>5,427.86</b>
		<b>Mold/Tooling for Pulley's</b> Location: Tri King (Asia) Limited, Unit 401-4 4/F, Block A Hong Kong Industrial Center, 489-491 Castle Peak Rd. Cheung Sha Wan, Kowloon, Hong Kong Net Book Value	-	<b>13,407.19</b>
		<b>Energys Hup Flat Plat Ind. Battery</b> Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value	-	<b>4,442.30</b>
		<b>Tooling 166 &amp; 166-1</b> Location: Dong Guan, Lang Xia Village Qiao Tou Town Dong Guan City Guan Dong, Chinga 523532 Net Book Value	-	<b>16,995.00</b>
		<b>Mold P1700</b> Location: Tri King (Asia) Limited, Unit 401-4 4/F, Block A Hong Kong Industrial Center, 489-491 Castle Peak Rd. Cheung Sha Wan, Kowloon, Hong Kong Net Book Value	-	<b>9,334.48</b>

Sub-Total > **56,024.08**  
(Total of this page)

Sheet 11 of 12 continuation sheets attached  
to the Schedule of Personal Property



In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		<b>Mold Plastic Spreader</b>	-	<b>2,667.02</b>
		<b>Location: Tri King (Asia) Limited, Unit 401-4 4/F, Block A Hong Kong Industrial Center, 489-491 Castle Peak Rd. Cheung Sha Wan, Kowloon, Hong Kong Net Book Value</b>		
		<b>Biodegradable Mold</b>	-	<b>3,843.35</b>
		<b>Location: Polimax, Denggang Lishui Nanhai Foshan City, Guangdong, China Net Book Value</b>		
		<b>5 Hand Pallet Jacks</b>	-	<b>2,157.68</b>
		<b>Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value</b>		
30. Inventory.		<b>Inventory</b>	-	<b>4,368,992.75</b>
		<b>Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value</b>		
		<b>In transit Inventory</b>	-	<b>745,153.17</b>
		<b>Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value</b>		
		<b>Prepaid Inventory</b>	-	<b>17,903.92</b>
		<b>Location: 5895 North Lindbergh Blvd., Hazelwood MO Net Book Value</b>		
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	<b>5,140,717.89</b>
(Total of this page)	
Total >	<b>11,853,683.58</b>

Sheet **12** of **12** continuation sheets attached  
to the Schedule of Personal Property

(Report also on Summary of Schedules)

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR H W J C	Husband, Wife, Joint, or Community	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.							
<b>Eagle Fund I, L.P.</b> <b>101 South Hanley Road</b> <b>Suite 1250</b> <b>Saint Louis, MO 63105</b>		-					
		<b>January 19, 2006</b> <b>Security Interest</b> <b>Personal Property</b>					
		Value \$ <b>Unknown</b>				<b>2,988,663.70</b>	<b>0.00</b>
Account No.							
<b>Enterprise Bank &amp; Trust</b> <b>Attn.: James B. Lally</b> <b>150 N. Meramec</b> <b>Saint Louis, MO 63105</b>	X	-					
		<b>May 5, 2008</b> <b>Security Interest</b> <b>Personal Property</b>					
		Value \$ <b>Unknown</b>				<b>5,264,957.64</b>	<b>0.00</b>
Account No.							
		Value \$					
Account No.							
		Value \$					
Subtotal (Total of this page)						<b>8,253,621.34</b>	<b>0.00</b>
Total (Report on Summary of Schedules)						<b>8,253,621.34</b>	<b>0.00</b>

0 continuation sheets attached

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,425\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

1 continuation sheets attached

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

### Taxes and Certain Other Debts Owed to Governmental Units

#### TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H U S B A N D	W I F E	J O I N T	C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
											AMOUNT ENTITLED TO PRIORITY
Account No.						<b>Personal Property Taxes</b>					
<b>Collector of Revenue</b>											<b>0.00</b>
<b>St. Louis County Government Center P.O. Box 11491 Saint Louis, MO 63105-0291</b>	-									<b>9,761.19</b>	<b>9,761.19</b>
Account No.						<b>2004-2009</b>					
<b>U.S. Department of Commerce</b>						<b>Anti-Dumping Duties</b>					
<b>14001 Constitution Ave., NW</b>											<b>Unknown</b>
<b>Washington, DC 20230</b>	-						<b>X X X</b>			<b>Unknown</b>	<b>Unknown</b>
Account No.											
Account No.											
Account No.											
Subtotal											<b>0.00</b>
(Total of this page)										<b>9,761.19</b>	<b>9,761.19</b>
Total											<b>0.00</b>
(Report on Summary of Schedules)										<b>9,761.19</b>	<b>9,761.19</b>

Sheet **1** of **1** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
Account No.  <b>Allied Industrial Equipment 9388 Dielman Ind. Dr. Saint Louis, MO 63132</b>		-	<b>Equipment Maintenance</b>				<b>1,467.41</b>
Account No.  <b>Coda International, Ltd. 25 WHEELER AVENUE Pleasantville, NY 10570</b>		-	<b>Trade Debt</b>				<b>6,732.08</b>
Account No.  <b>COLOR STAR PRODUCTS CO., LTD. NO 73 HU DEE MIN HWA LI TALIN, CHIAI, TAIWAN 114</b>		-	<b>Trade Debt</b>				<b>770,873.53</b>
Account No.  <b>Consumer Testing Labs (Far East) Ltd. PO Box 952766 Atlanta, GA 31192-2766</b>		-	<b>Trade Debt</b>				<b>2,175.26</b>
Subtotal (Total of this page)							<b>781,248.28</b>

5 continuation sheets attached

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

# **SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C					
Account No.			Trade Debt				7,463.93
CROWN PACKAGING CORP 17854 Chesterfield Airport Road Chesterfield, MO 63005	-						
Account No.			Trade Debt				105,216.60
FAVOR LIGHT ENTERPRISE LIMITED NO. 780 SEC. 2 WEN CHANG ROAD TA TU HSIANG TAICHUNG COUNTY, TAIWAN R.O.C. 432	-						
Account No.			Trade Debt				124,452.02
FOSHAN SHUNDE YOUNGJIAN NO. 38A YANDA ROAD SANZHOU, LUNJIAO SHUNDE, FOSHAN CITY GUANGDONG PROVINCE, CHINA	-						
Account No.			Legal fees				67,141.76
GARVEY SCHUBERT BARER 1191 SECOND AVE 18TH FLOOR SEATTLE, WA 98101-2939	-						
Account No.			Participation in anti-dumping duties				Unknown
Home Products International, Inc. 4501 West 47TH Street CHICAGO, IL 60632	-			X	X	X	

Sheet no. **1** of **5** sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal  
(Total of this page)

**304,274.31**

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

# **SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Homeworld</b> <b>ICD Publications</b> <b>PO Box 854</b> <b>East Setauket, NY 11733</b>		Trade Debt				4,483.75	
Account No.  <b>James L. Glenn</b> <b>318 St. Andrews Drive</b> <b>PO Box 35</b> <b>Saint Albans, MO 63073</b>		Wages				1,580.41	
Account No.  <b>JOHNSON RAUHOFF</b> <b>2525 LAKE PINES DRIVE</b> <b>ST. JOSEPH, MI 49085</b>		Trade Debt				5,405.00	
Account No.  <b>MAXPLUS MARKETING INTL. INC.</b> <b>SUITE 2318 NO 587 SHATIAN TOWER</b> <b>CHANG SHOU ROAD</b> <b>SHANGHAI 200060</b>		Trade Debt				64,981.80	
Account No.  <b>MEIJER VENDOR RECEIVABLES</b> <b>2929 WALKER N.W.</b> <b>Grand Rapids, MI 49544</b>		Trade Debt				100,000.00	
Sheet no. <u>2</u> of <u>5</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>176,450.96</b>	

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

# **SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B I T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
<b>Meyer Logistics</b> <b>4403 Gordon Ave.</b> <b>Saint Louis, MO 63134</b>		-				<b>154.00</b>
Account No.						
<b>Mid America Coffee Services</b> <b>618 South Boyle Ave.</b> <b>Saint Louis, MO 63110</b>		-				<b>91.08</b>
Account No.						
<b>ONE BEACON</b> <b>One Beacon Lane</b> <b>Canton, MA 02021</b>		-				<b>5,890.66</b>
Account No.						
<b>PHOTO SOURCE, INC.</b> <b>2349 GRISSOM DRIVE</b> <b>ST. LOUIS, MO 63146</b>		-				<b>12,419.78</b>
Account No.						
<b>PIONEER BUSINESS SYSTEMS, INC.</b> <b>2250 HIGHLAND VILLAGE RD.</b> <b>SUITE 220</b> <b>HIGHLAND VILLAGE, TX 75077</b>		-				<b>4,032.00</b>

Sheet no. **3** of **5** sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

Subtotal  
(Total of this page)

**22,587.52**



In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

# **SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>POLSTER, LIEDER, WOODRUFF</b> <b>12412 Powers Court Dr.</b> <b>Suite 200</b> <b>Saint Louis, MO 63131-3615</b>	-	<b>Legal fees</b>				<b>47,480.77</b>
Account No.  <b>Primary Network</b> <b>ATTN:ACCOUNTS RECEIVABLE</b> <b>P.O.BOX 28336</b> <b>Saint Louis, MO 63146</b>	-	<b>Utilities</b>				<b>729.70</b>
Account No.  <b>SINCE HARDWARE (GUANG ZHOU)</b> <b>CO, LT</b> <b>XIANG SHAN VILLAGE</b> <b>HUA DONG TOWN, HUA DU DISTRICT</b> <b>GUANGZHOU CITY, CHINA 510890</b>	-	<b>Trade Debt</b>				<b>22,668.68</b>
Account No.  <b>STORAGE SOURCES GROUP</b> <b>11536 TEE TIME CIRCLE</b> <b>NEW PORT RICHEY, FL 34654</b>	-	<b>Trade Debt</b>				<b>5,495.00</b>
Account No.  <b>The Fish Law Firm P.C.</b> <b>1770 N. Park St.</b> <b>Suite 202</b> <b>Naperville, IL 60563</b>	-	<b>Legal fees</b>				<b>406.00</b>
Sheet no. <b>4</b> of <b>5</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>76,780.15</b>

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

# **SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS** (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>Trade Debt</b>				<b>49,592.16</b>
<b>TRI-KING (ASIA) LIMITED UNIT 401-4 4/F, BLOCK A HONG KONG INDUSTRIAL CENTER 489-491 CASTLE PEAK RD CHEUNG SHA WAN, KOWLOON, HONG KONG</b>		-					
Account No.			<b>Anti-dumping duties</b>				<b>Unknown</b>
<b>U.S. Department of Commerce 14001 Constitution Avenue, NW Washington, DC 20230</b>		-		X	X	X	
Account No.			<b>Trade Debt</b>				<b>10,278.02</b>
<b>WUNDERLICH FIBRE BOX CO 821 CLINTON ST ST. LOUIS, MO 63102</b>		-					
Account No.							
Account No.							

 Sheet no. **5** of **5** sheets attached to Schedule of  
 Creditors Holding Unsecured Nonpriority Claims

 Subtotal  
 (Total of this page)
**59,870.18**
 Total  
 (Report on Summary of Schedules)
**1,421,211.40**

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code,  
of Other Parties to Lease or Contract

Description of Contract or Lease and Nature of Debtor's Interest.  
State whether lease is for nonresidential real property.  
State contract number of any government contract.

**Anderson Sommers**  
**42 Fifth Avenue**  
**Saratoga Springs, NY 12866**

**Sales Representative Agreement**

**CRG Consulting, Inc**  
**2100 S.W. Wildwood Ave.**  
**Bentonville, AR 72712**

**Independent Contractor Agreement, dated July 1, 2009**

**Dennis Hydron**  
**1920 12th Avenue**  
**Sacramento, CA 95818**

**Patent Royalty License Agreement, dated August 1, 2002**

**Direct Link Marketing**  
**14804 N.E. 20th Circle**  
**Vancouver, WA 98684**

**Sales Representative Agreement**

**Duke Realty Limited Partnership**  
**520 Maryville Center Drive, Suite 200**  
**Saint Louis, MO 63141-5819**

**Lease dated April 29, 2008 on 5895 North Lindbergh Drive**

**Eastern Region Associates**  
**62 Boysenberry Ct.**  
**Suffield, CT 06078**

**Sales Representative Agreement**

**Esecson Associates, Inc.**  
**dba A-Team Collaborative**  
**P.O. Box 339**  
**Kailua, HI 96734**

**License Agreement for Utility Patents and Patent Applications, dated March 16, 2009**

**Hinge-It Corporation**  
**Richard B. Lowe**  
**5108 Riverview Drive**  
**Indianapolis, IN 46205**

**License Agreement, dated November 8, 2007**

**James L. Glenn**  
**P.O. Box 35**  
**Saint Albans, MO 63073**

**Employment, Non-Disclosure and Non-Compete Agreement, dated January 19, 2006**

**John Burke & Associates**  
**90 Overlook Drive**  
**New Canaan, CT 06840**

**Sales Representative Agreement**

**Klatt-Jorwic & Associates, Inc.**  
**P.O. Box 1385**  
**Elmhurst, IL 60126-1385**

**Sales Representative Agreement**

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

## SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Lee Marketing/Northern</b> <b>4009 174th Crt NE</b> <b>Redmond, WA 98052</b>	<b>Sales Representative Agreement</b>
<b>Mark Brown</b> <b>1732 Coronita Dr.</b> <b>Fenton, MO 63026</b>	<b>Employment, Non-Disclosure and Non-Compete Agreement, dated January 19, 2006</b>
<b>Merchandise Group</b> <b>8905 Symmes Trace Ct.</b> <b>Loveland, OH 45140</b>	<b>Sales Representative Agreement</b>
<b>Mingerink &amp; Associates</b> <b>3341 Ashton S.E.</b> <b>Grand Rapids, MI 49546</b>	<b>Sales Representative Agreement</b>
<b>Moran Sales, Inc.</b> <b>1525 Hamlet</b> <b>Troy, MI 48084</b>	<b>Sales Representative Agreement</b>
<b>Morgan &amp; Sampson USA</b> <b>11155 Dana Circle</b> <b>Cypress, CA 90630</b>	<b>Sales Representative Agreement</b>
<b>Pitney Bowes Credit Corporation</b> <b>1313 N. Atlantic St</b> <b>3rd Floor</b> <b>Spokane, WA 99201-2303</b>	<b>Postage meter lease</b>
<b>Rebull International Corp.</b> <b>Attn: David Brosius/Alberto E. Bustillo</b> <b>PO Box 144617</b> <b>Coral Gables, FL 33114</b>	<b>Sales Representative Agreement, dated September 27, 2007</b>
<b>Southern Buckeye Marketing, Inc.</b> <b>1605 Cedar Lane</b> <b>Raleigh, NC 27614</b>	<b>Sales Representative Agreement</b>
<b>Synergy Marketing, Inc.</b> <b>13801 Industrial Park Blvd.</b> <b>Minneapolis, MN 55441</b>	<b>Sales Representative Agreement</b>
<b>Team Spirit Design, Inc.</b> <b>831 Broadway</b> <b>New York, NY 10003</b>	<b>License Agreement, dated December 1, 2000</b>
<b>Zhang Hong</b> <b>B801 YA-LE-XUAN</b> <b>#90 Tiangui Road, Huadu District</b> <b>Guangzhou City, China 510800</b>	<b>Independent Contractor Agreement, dated January 24, 2008</b>

In re **Whitney Design, Inc.**Case No. **09-51928**

Debtor

**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

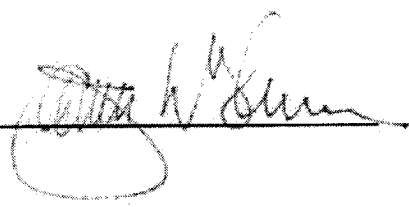
NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>James L. Glenn and Paul L. Glenn</b> <b>5895 North Lindbergh</b> <b>Hazelwood, MO 63042</b> <b>Limited Guaranty</b>	<b>Enterprise Bank &amp; Trust</b> <b>Attn.: James B. Lally</b> <b>150 N. Meramec</b> <b>Saint Louis, MO 63105</b>
<b>Mark J. Brown and Karen E. Brown</b> <b>5895 North Lindbergh</b> <b>Hazelwood, MO 63042</b> <b>Limited Guaranty</b>	<b>Enterprise Bank &amp; Trust</b> <b>Attn.: James B. Lally</b> <b>150 N. Meramec</b> <b>Saint Louis, MO 63105</b>

**United States Bankruptcy Court  
Eastern District of Missouri**In re Whitney Design, Inc.

Debtor(s)

Case No. 09-51928Chapter 11**DECLARATION CONCERNING DEBTOR'S SCHEDULES****DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 28 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date December 7, 2009Signature /s/ James L. Glenn  
James L. Glenn  
President

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.